

EXHIBIT A

**CHILDCRAFT EDUCATION CORP. EXCLUSIVES
GROWING YEARS CATALOG**

EXCLUSIVITY: We are requesting information on the items listed below which are featured in Childcraft Education Corp.'s Growing Years Catalog. Terms of exclusivity include:

CODE A. EXCLUSIVE PRODUCTS UNDER CHILDCRAFT LABEL: Products manufactured for Childcraft by other manufacturers/vendors and labeled with the Childcraft name.

CODE B. EXCLUSIVE PRODUCTS NOT BEARING CHILDCRAFT LABEL but manufactured by a vendor who has given Childcraft the exclusive right to be the "sole source" of the product. This right is typically supported by this signed agreement between the vendor and Childcraft, and may include exclusivity with respect to all or to part of the product, such as its color, size, shape, and/or function.

CODE C. EXCLUSIVE COLLECTIONS: Sets of products whose components may be individually bought on the open market, but selected or assembled by Childcraft into sets that may include, but not be limited to:

- a. assortments not elsewhere available as a collection, and/or
- b. functional packaging intended for a specific educational purpose (i.e. size and dimensions of the collections as contained in specifically configured containers to fit within or adjacent to another product.)

Please sign this page (or respond in writing if items are not exclusive to Childcraft) and return AS SOON AS POSSIBLE to Liz Scott at the fax number below.

Thank you for your prompt response to this request.

Product Description	Childcraft Item #	Vendor Item #	Exclusivity Code
SEAT SACK	#370631	seatsack3	A

This letter is to confirm exclusivity of the vendor's product(s) listed created for Childcraft Education Corp. If possible, please provide us with this letter of exclusivity on your letterhead.

Vendor: SEAT SACK INC.

Date: 1/28/00

Signature(Name & Title) [Signature]

Print Name: ANNE M'ALGAR

FROM:

Liz Scott

Childcraft Education Corp.

2920 Old Tree Drive

Lancaster, PA 17603

FAX (717) 391-4061 PHONE (717) 391-4050

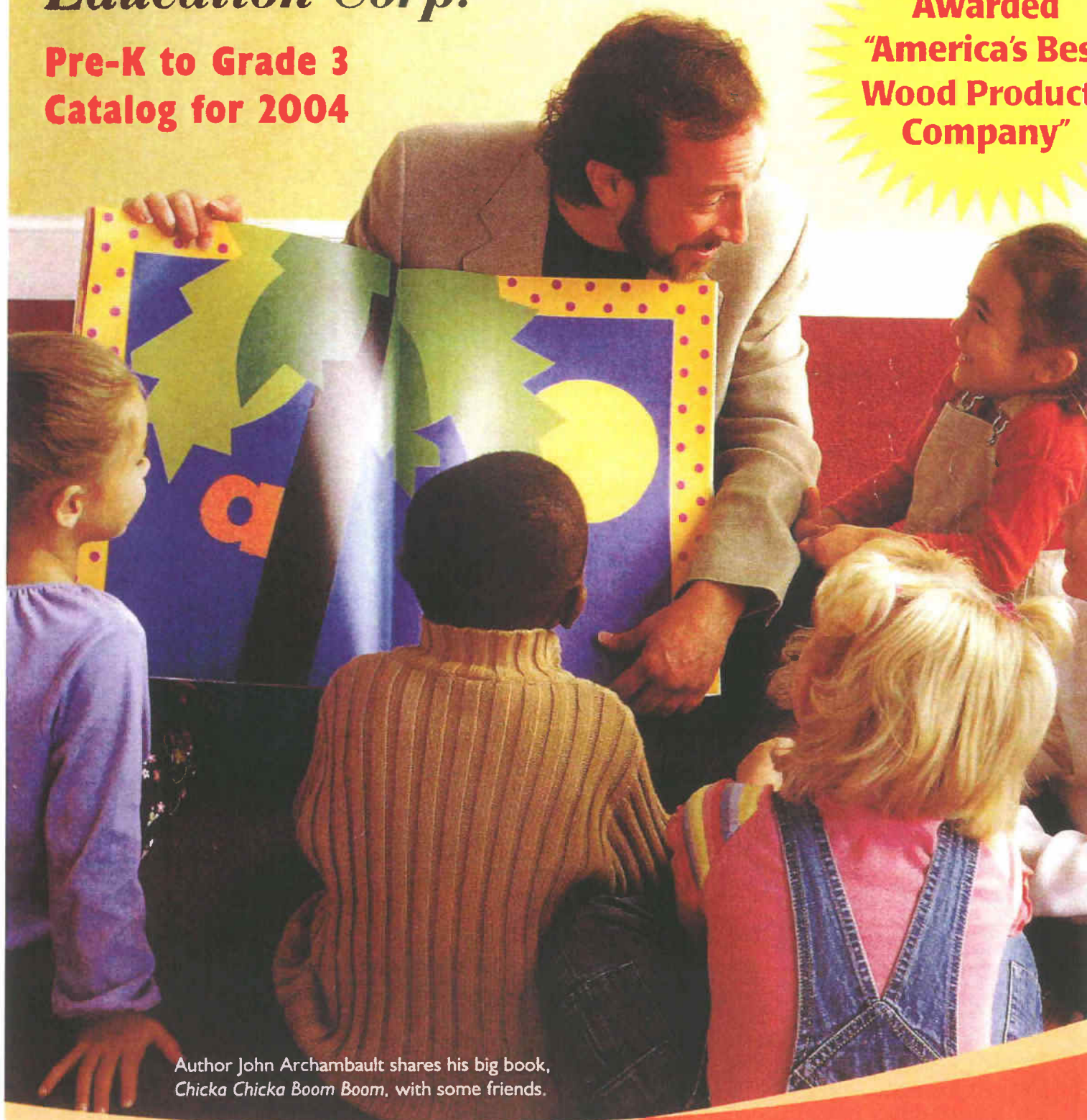
EXHIBIT B

CHILDCRAFT

Education Corp.

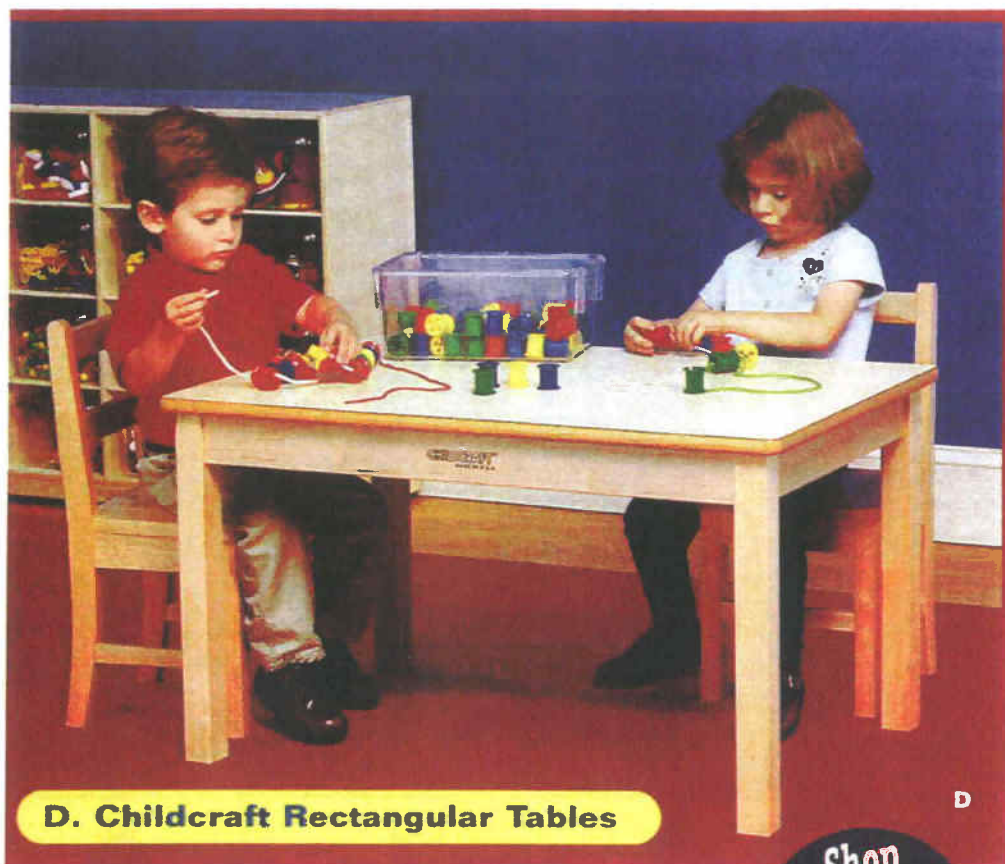
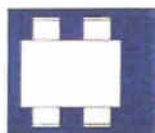
**Pre-K to Grade 3
Catalog for 2004**

**Awarded
"America's Best
Wood Product
Company"**



Author John Archambault shares his big book,
Chicka Chicka Boom Boom, with some friends.

**1-800-631-
www.childcraft**

**D. Childcraft Rectangular Tables****24" x 36" Rectangular Tables**
(Seats 4) 39 lbs.**\$129.00**

4G94417 - 24" x 36", 18 3/4"H
 4G94409 - 24" x 36", 20"H
 4G94391 - 24" x 36", 22"H

4G94375 - 24" x 36", 24"H
 4G288779 - 24" x 36", 26"H
 4G359851 - 24" x 36", 28"H
 4G359869 - 24" x 36", 30"H

**24" x 48" Rectangular Tables**
(Seats 6) 47 lbs.**\$139.00**

4G94334 - 24" x 48", 18 3/4"H
 4G94797 - 24" x 48", 20"H
 4G94318 - 24" x 48", 22"H

4G94300 - 24" x 48", 24"H
 4G288787 - 24" x 48", 26"H
 4G359677 - 24" x 48", 28"H
 4G359885 - 24" x 48", 30"H

**30" x 48" Rectangular Tables**
(Seats 6) 56 lbs.**\$149.00**

4G94268 - 30" x 48", 18 3/4"H
 4G94250 - 30" x 48", 20"H
 4G94243 - 30" x 48", 22"H

4G94235 - 30" x 48", 24"H
 4G94227 - 30" x 48", 26"H
 4G359893 - 30" x 48", 28"H
 4G359901 - 30" x 48", 30"H



**SAVE
up to
25%**

F. Childcraft Seat Sacks™

Seat sacks with deep pockets slip over the back of most chairs to add vital storage space right where you need it. Made of durable laminated cotton/poly fabric that wipes clean with a damp cloth. Comes in two sizes. Standard fits wooden chairs 10" to 14" and plastic chairs 10" to 16". Extra-large fits wooden chairs 16" to 18".

**4G370631 Standard WAS \$9.95
 Seat Sack™ SALE \$7.95**

**4G390015 Extra-Large WAS \$11.95
 Seat Sack™ SALE \$8.95**

**Tables and Chairs****E. Childcraft Economy Table**

Heavy-duty solid maple frame with clear finish at a 21 1/4" height. Table has a 21" x 30" smooth plastic laminate top. Easy leg assembly. Hardware and instructions included. Chairs sold separately. Made in USA. 28

		WAS	SALE
4G190405	Economy Table	\$99.99	\$84.
4G370100	12" Maple Chair	\$59.99	
4G370262	14" Maple Chair	\$66.99	

Children Come in Assorted Sizes...

To match chair and table sizes to your children, Childcraft recommends:

Age	Chair Height	Table Height
2-3	10"	18"
3-4	12"	20"
4-5	12"	20"
5-6	12" to 14"	22" to 24"
6-8	14" to 16"	24" to 26"
8+	16" to 18"	26" to 30"

**G. Childcraft Economy Rectangular Table and Maple Chairs Set**

Here's a practical and economical addition to study areas, learning centers and other locations set aside for small-group work or play: a sturdily built rectangular table with a laminated woodgrain table top, combined with our economy maple chairs. Table is 24" x 36" with 22"-high legs. Available with and without 12"H chairs.

4G94391	Rectangular Table Only	\$129.00
4G370429	Rectangular Table with 2 Chairs	\$248.98
4G370281	Rectangular Table with 4 Chairs	\$368.98



Seat Stacking Chairs

Contour chairs combine maximum comfort with rugged durability. One-piece seats, molded of high-density polyethylene, are riveted to the frame. Frame and legs are heavy-gauge steel with durable baked-enamel finish. Legs have non-marring glides. Available in varying heights.

Size	Green	Red	Yellow	REG	SALE
033	4G350058	4G350041	4G350066	\$41.50	\$26.99
074	4G350090	4G350082	4G350108	\$41.50	\$26.99
116	4G350132	4G350124	4G350140	\$44.00	\$28.99
157	4G350173	4G350165	4G350181	\$45.50	\$29.99

C. Contemporary Stacking Chairs

Contoured back offers back and shoulder support, yet overall design of chair permits unusual freedom of movement. Backs and seats of high-density polyethylene are riveted to the frame. Frame and legs are heavy-gauge tubular steel with durable baked-enamel finish. Legs have non-marring, self-adjusting glides. Available in varying heights.

Size	Blue	Green	Red	Yellow	REG	SALE
10"	4G350199	4G350215	4G350207	4G350223	\$43.50	\$29.99
12"	4G350231	4G350256	4G350249	4G350264	\$43.50	\$29.99
14"	4G350272	4G350298	4G350280	4G350306	\$45.00	\$32.99
16"	4G350314	4G350330	4G350322	4G350348	\$47.50	\$33.99



E. Childcraft Premium Seat Pockets

Attractive two-tone organizer in classic colors. Large pocket holds books, binders and oversize items while small front pockets keep pens, pencils, markers easily accessible. Heavy duty canvas with room for personal identification. Small size appropriate for chairs up to 16" H. Large size designed for chairs up to 18" H.

4G500028	Small Seat Pocket	\$8.95
4G500032	Large Seat Pocket	\$9.95

Chairs

Other chairs now available in both Traditional and Contemporary styling. High-density polyethylene seats and heavy-gauge frame and legs with durable baked-enamel finish. Seat height is 18".

	Blue	Green	Red	Yellow	REG	SALE
y	4G411439	4G411454	4G411445	4G411574	\$54.50	\$34.99
	4G410014	4G411643	4G411634	4G411673	\$56.50	\$34.99